

**UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DIVISION OF ILLINOIS
WESTERN DIVISION**

In re:)	
)	Chapter 11
)	
ROCKFORD PRODUCTS)	
CORPORATION, <i>et al.</i> ,)	Case No. 07-71768
v.)	
)	Hon. Manuel Barbosa
Debtors.)	
)	

NOTICE OF MOTION

To: *See Attached Service List*

PLEASE TAKE NOTICE that on the **19th day of September, 2007** at the hour of **10:15 a.m.**, or as soon thereafter as counsel may be heard, the undersigned shall appear before The Honorable Manuel Barbosa, in Courtroom 115, in the United States Bankruptcy Court, Western Division (Rockford), 211 South Court Street, Rockford, Illinois, and shall then and there present the attached **Motion for Extension of Time to Object to Entry of Final Order Granting Debtors' Motion to (A) to Use Cash Collateral; (B) to Incur Post-Petition Debt; and (C) to Grant Adequate Protection and Provide Security and Other Relief to Bridge Opportunity Finance, LLC and Bridge Healthcare Finance, LLC**, a copy of which is attached and herewith served upon you.

September 7, 2007.

AMCORE BANK

By: /s/ Kurt M. Carlson
One of Its Attorneys

Attorneys for Amcore Bank:
Kurt M. Carlson (ARDC # 6236568)
TISHLER & WALD, LTD. - #26508
200 S. Wacker Drive
Suite 3000
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(312) 876-3800

CERTIFICATE OF SERVICE

The undersigned, an attorney, certifies that he caused to be served the foregoing **Notice of Motion and Motion for Extension of Time to Object to Entry of Final Order Granting Debtors' Motion to (A) to Use Cash Collateral; (B) to Incur Post-Petition Debt; and (C) to Grant Adequate Protection and Provide Security and Other Relief to Bridge Opportunity Finance, LLC and Bridge Healthcare Finance, LLC**, upon all parties on the service list via notice of electronic filing via United States Bankruptcy Court, and by depositing a true and correct copy of same into the U.S. Mail Chute located at 200 S. Wacker Drive, Chicago, Illinois 60606 in a properly addressed, first class postage prepaid envelope, this 7th day of September, 2007, at or before the hour of 5:00 p.m.

/s/ Kurt M. Carlson

***In Re Rockford Products Corporation
Case No. 07-71768 -- Chapter 11***

Service List

<p>Thomas J. Augspurger Mohsin N. Khambati Lewis S. Rosenbloom LeBoeuf, Lamb, Greene & MacRae, LLP Two Prudential Plaza 180 N. Stetson, Suite #3700 Chicago, IL 60601-6710 <i>Attorney for Debtor: Rockford Products Corp.</i></p>	<p>Donald F. Baty, Jr. Honigman Miller Schwartz and Cohn, LLP 2290 First National Building 660 Woodward Avenue Detroit, MI 48226 <i>Attorney for Creditor: General Motors Corp. And TRW Automotive, Inc.</i></p>
<p>Andrew Cardonick Jeremy M. Downs Goldberg, Kohn Bell, Black, Rosenbloom 55 East Monroe Street, Suite 3700 Chicago, IL 60603 <i>Attorney for Creditors: Bridge Healthcare Finance, LLC and Bridge Opportunity Finance, LLC</i></p>	<p>W. Kent Carter Clark Hill PLC 150 N. Michigan Avenue, Suite 2400 Chicago, IL 60601 <i>Attorney for Interested Party: Acument Global Technologies, Inc.</i></p>
<p>Jamie S. Cassel Reno & Zahm LLP 2902 McFarland Road, Suite 400 Rockford, IL 61107 <i>Attorney for Creditors: BCS Industries, LLC Amcore (Trustee 95-12329) Amcore (Trustee 96-12592)</i></p>	<p>Christopher Combest Quarles & Brady LLP Citicorp Center 500 W. Madison, Ste 3700 Chicago, IL 60661 <i>Attorney for Creditor: Charter Manufacturing Co., Inc.</i></p>
<p>Dennis A. Dressler Askounis & Borst, PC 180 North Stetson Avenue, Suite 3400 Chicago, IL 60601 <i>Attorney for Creditor: Equilease Financial Services, Inc.</i></p>	<p>Official Committee of Unsecured Creditors Greenberg Traurig, LLP 77 West Wacker Drive, Suite 2500 Chicago, IL Attn: Peter Mann and Nancy Peterman</p>

	<i>Attorney for Creditor Committee</i>
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<p>BRADLEY T. KOCH HOLMSTROM & KENNEDY, PC P.O. BOX 589 ROCKFORD, IL 61105 ATTORNEY FOR CREDITOR: PRIME CORPORATE LEASING, INC.</p>	<p>LYNN R. LARSEN LAW OFFICE OF TIMOTHY FARRELL SWEENEY 8280 W. SUPERIOR AVE., SUITE 430 CLEVELAND, OH 44113 ATTORNEY FOR CREDITORS: BCS CUYAHOGA, LLC BCS INDUSTRIES, LLC, BCS METAL PREP, LLC BLUFF CITY STEEL, LLC</p>
<p>Jeffrey L. Lewis Klein Stoddard Buck Waller & Lewis 2045 Aberdeen Court Sycamore, IL 60178 Attorney for Creditor: The Rockford Co.</p>	<p>Tyler A. Moore 6833 Stalter Drive First Floor Rockford, IL 61108 Attorney for Creditor: Induction Heat Treat</p>
<p>Kimberly J. Robinson Barack Ferrazzano 200 West Madison Street, Ste 3900 Chicago, IL 60606 Attorney for Creditor: National Automotive Parts Association a/k/a NAPA</p>	<p>Matthew A. Swanson Barack Ferrazzano 200 West Madison Street, Ste 3900 Chicago, IL 60606 Attorney for Creditor: Genuine Parts Co.</p>
<p>Samuel C. Wisotzkey Kohner, Mann & Kailas, S.C. 4650 North Port Washington Road Washington Building Milwaukee, WI 53212 Attorney for Creditor: Integrys Energy Services, Inc.</p>	

**UNITED STATES BANKRUPTCY COURT
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In re:)	
)	Chapter 11
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ROCKFORD PRODUCTS)	
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**MOTION FOR EXTENSION OF TIME TO OBJECT TO ENTRY OF FINAL
ORDER GRANTING DEBTORS' MOTION TO: (A) TO USE CASH
COLLATERAL; (B) TO INCUR POST-PETITION DEBT; AND (C) TO GRANT
ADEQUATE PROTECTION AND PROVIDE SECURITY AND OTHER RELIEF
TO BRIDGE OPPORTUNITY FINANCE, LLC and BRIDGE HEALTHCARE
FINANCE, LLC**

Amcore Investment Group as Trustee for RPC ESOP ("Amcore"), moves to extend the time in which to object to the final order granting Debtors' Motion to: (A) To Use Cash Collateral; (B) To Incur Post-Petition Debt; and (C) To Grant Adequate Protection and Provide Security and Other Relief to Bridge Opportunity Finance, LLC and Bridge Healthcare Finance, LLC (the "Cash Collateral Motion" and the "Cash Collateral Order"): as follows:¹

1. As admitted by the Debtors, on April 27, 2007, the Pension Benefit Guaranty Corporation ("PBGC") acquired a lien and was authorized to perfect that lien against Debtors' Pension Plan after Debtors failed to make the necessary quarterly contributions to the Pension Plan.

¹ Unless otherwise indicated, all capitalized terms used as defined terms herein have the meanings ascribed thereto in the Cash Collateral Order.

2. As admitted by the Debtors, the filing of the lien triggered a default by the Debtors on a Loan Agreement entered into between the Debtors and Bridge Opportunity Finance, LLC and Bridge Healthcare Finance, LLC (collectively, the “Agents”) causing the Debtor to be indebted to the Agents.

3. As evidenced by the record, Debtors then filed the Cash Collateral Motion seeking an order allowing the Debtors’ (A) To Use Cash Collateral; (B) To Incur Post-petition Debt; and (C) To Grant Adequate Protection and Provide Security and Other Relief to the Agents.

4. As evidenced by the record, an Interim Cash Collateral Order, granting the Cash Collateral Motion was entered on August 27, 2007.

5. While the Debtor’s Cash Collateral Motion states that the Agents negotiated with the Debtors to allow the Debtors to use the Agents’ purported Cash Collateral and to incur certain Post-Petition Debt, (Cash Collateral Motion, Paragraph 17) the Agents provided no evidence to Amcore Investment Group as to the basis of its claim that it, as Agent, has a valid, first secured position on the Cash Collateral.

6. Further, it is not clear whether the United States Trustee, or the Unsecured Creditor’s Committee’s counsel have reviewed the lien and security interests of the Agent as of the date of the filing of this Motion and limited Objection.

7. Without knowledge of the Agents’ security position, Amcore is unable to determine the relative position of the lien filed by PBGC, and whether or not the rights and protections afforded to the Agent by the Cash Collateral Order are appropriate.

8. An extension of time to make a proper objection to the Cash Collateral Order is needed in order to review the issue of the Agents' secured position of the Cash Collateral.

WHEREFORE, AMCORE BANK respectfully requests the entry of an Order extending time to object to the Cash Collateral Order in order to permit the Amcore to pursue discovery with respect to the issue of the Agents' secured position of the Cash Collateral and granting such other and further relief as the Court deems just and proper.

Respectfully submitted,

AMCORE BANK

By: /s/ Kurt M. Carlson.
One of Its Attorneys

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